

RECEIVED

ARTICLE 3. PARTIES TO THE AGREEMENT NOV 21 11:09

The Members of the Association (members) are:

OFFICE OF THE SECRETARY

BERNUTH LINES, LTD.
3201 N.W. 24th Street Road
Miami, Florida 33142
Nationality: Grand Caymen Island

CROWLEY AMERICAN TRANSPORT, INC
9487 Regency Square Blvd.
P.O. Box 2110
Jacksonville, FL 32203-2110
Nationality: Delaware Corp.

CARI FREIGHT SHIPPING CO. LTD.
3625 N.W. 82nd Avenue, Suite 204
Miami, Florida 33166
Nationality: Jamaica

COMPAGNIE GENERALE MARITIME
22 Quai Gallieni
92150 Suresnes, France
Nationality: France

INTERLINE CONNECTION, NV
NR. 22 Le Village
Rue Du General de Gaulle
Marigot, St. Martin
French West Indies
Nationality: Puerto Rico

SEABOARD MARINE, LTD.
3401-A N.W. 72nd Avenue
Miami, Florida 33122
Nationality: Liberia

SEAFREIGHT LINE, LTD.
7379 N.W. 31st Street
Miami, Florida 33122
Nationality: Florida Corp.

TECMARINE LINES, INC.
9900 N.W. 25th Street
Miami, Florida 33172
Nationality: Florida Corp.

TROPICAL SHIPPING &
CONSTRUCTION CO., LTD.
821 Avenue "E"
Riviera Beach, Florida 33404
Nationality: Bahamas

ARTICLE 3. PARTIES TO THE AGREEMENT

The Members of the Association (members) are:

TROPICAL SHIPPING &
CONSTRUCTION CO., LTD.
821 Avenue "E"
Riviera Beach, Florida 33404
Nationality: Bahamas

TECMARINE LINES, INC.
9900 N.W. 25th Street
Miami, Florida 33172
Nationality: Florida Corp.

BERNUTH LINES, LTD.
3201 N.W. 24th Street Road
Miami, Florida 33142
Nationality: Grand Caymen Island

CROWLEY AMERICAN TRANSPORT, INC
9487 Regency Square Blvd.
P.O. Box 2110
Jacksonville, FL 32203-2110
Nationality: Delaware Corp.

INTERLINE CONNECTION, NV
NR. 22 Le Village
Rue Du General de Gaulle
Marigot, St. Martin
French West Indies
Nationality: Puerto Rico

~~PUERTO RICO MARITIME~~
~~—SHIPPING AUTHORITY~~
~~Raritan Plaza One~~
~~Raritan Center~~
~~Edison, New Jersey 08837~~
~~Nationality: Puerto Rico~~

SEABOARD MARINE, LTD.
3401-A N.W. 72nd Avenue
Miami, Florida 33122
Nationality: Liberia

SEAFREIGHT LINE, LTD.
7379 N.W. 31st Street
Miami, Florida 33122
Nationality: Florida Corp.

~~BLUE CARIBE LINE, LTD.~~
~~1414 N.W. 107th Ave., Suite #206~~
~~Miami, Florida 33172~~
~~Nationality: Cayman Island~~

COMPAGNIE GENERALE MARITIME
22 Quai Gallieni
92150 Suresnes, France
Nationality: France

CARI FREIGHT SHIPPING CO. LTD.
3625 N.W. 82nd Avenue, Suite 204
Miami, Florida 33166
Nationality: Jamaica

RECEIVED

geographic scope covers a movement within this Association will be governed by the tariff of that other Association.

5. negotiate with any shipper's Association as defined in Section 3 (24) of the Shipping Act, 1984.

6. charter space to, from or among each other, on vessels owned or operated by them in the trade on such terms and conditions as they shall agree and may also jointly establish sailing schedules, port rotation, limit sailing and jointly advertise each others vessels.

The Association shall submit to the FMC separate and sequentially numbered confidential minute records on a quarterly calendar year basis reporting all on-going (i.e. other than casual) charter arrangements entered into between or among the Members pursuant thereto and specifying, for each such arrangement, (i) the names of the chartering and underlying carrier parties; (ii) the amount of space chartered expressed in twenty foot equivalent container units (TEU's); (iii) the commencement and termination dates; and (iv) the port or ports from or to which it applies.

geographic scope covers a movement within this Association will be governed by the tariff of that other Association.

5. negotiate with any shipper's Association as defined in Section 3 (24) of the Shipping Act, 1984.

6. ~~discuss and agree upon sailing and tonnage rationalization; provided, however, such agreement shall not be implemented until filed and effective pursuant to the terms of the Shipping Act, 1984.~~ charter space to, from or among each other, on vessels owned or operated by them in the trade on such terms and conditions as they shall agree and may also jointly establish sailing schedules, port rotation, limit sailing and jointly advertise each others vessels.

The Association shall submit to the FMC separate and sequentially numbered confidential minute records on a quarterly calendar year basis reporting all on-going (i.e. other than casual) charter arrangements entered into between or among the Members pursuant thereto and specifying, for each such arrangement, (i) the names of the chartering and underlying carrier parties; (ii) the amount of space chartered expressed in twenty foot equivalent container units (TEU's); (iii) the commencement and termination dates; and (iv) the port or ports from or to which it applies.

RECEIVED

ARTICLE 8. VOTING PROCEDURES NOV 21 AM 10:09

Decisions reached under this Agreement shall be by mutual agreement of all members entitled to vote, it being fully understood that no member is required to adhere, other than voluntary, to any decision reached. A member of a voting Section as defined herein not providing an active service to an Island within that Section, will not be entitled to vote on any matter relating to that Island during the period of the member's nonservice. Any discussions between or among any two or more members of a voting Section in which they are entitled to vote, in which agreements are reached, shall be by mutual agreement of those members participating, it being fully understood that no member is required to adhere, other than voluntary, to any decision reached.

The Association voting section membership is:

Section 1 (Leeward/Windward Islands to/from Continental United States)

Bernuth Lines, Ltd.
Cari Freight Shipping Co. Ltd.
Compagnie Generale Maritime
Crowley American Transport, Inc.
Interline Connection, NV
Seaboard Marine, Ltd.
Tecmarine Lines, Inc.
Tropical Shipping & Construction Co., Ltd.

Section 2 (Leeward/Windward Islands to/from Puerto Rico)

Crowley American Transport, Inc.
Interline Connection, NV
Tropical Shipping & Construction Co., Ltd.

Section 3 (Guyana and Suriname to/from Continental United States)

Bernuth Lines, Ltd.
Cari Freight Shipping Co. Ltd.
Seafreight Line, Ltd.
Tecmarine Lines, Inc.

ARTICLE 8. VOTING PROCEDURES

Decisions reached under this Agreement shall be by mutual agreement of all members entitled to vote, it being fully understood that no member is required to adhere, other than voluntary, to any decision reached. A member of a voting Section as defined herein not providing an active service to an Island within that Section, will not be entitled to vote on any matter relating to that Island during the period of the member's nonservice. Any discussions between or among any two or more members of a voting Section in which they are entitled to vote, in which agreements are reached, shall be by mutual agreement of those members participating, it being fully understood that no member is required to adhere, other than voluntary, to any decision reached.

The Association voting section membership is:

Section 1 (Leeward/Windward Islands to/from Continental United States)

Tropical Shipping & Construction Co., Ltd.

Crowley American Transport, Inc.

~~Puerto Rico Maritime Shipping Authority~~

Tecmarine Lines, Inc.

Bernuth Lines, Ltd.

Seaboard Marine, Ltd.

Compagnie Generale Maritime

Cari Freight Shipping Co. Ltd.

Interline Connection, NV

Section 2 (Barbados to/from Continental United States)

~~Tropical Shipping & Construction Co., Ltd.~~

~~Crowley American Transport, Inc.~~

~~Tecmarine Lines, Inc.~~

~~Bernuth Lines, Ltd.~~

~~Seaboard Marine, Ltd.~~

~~Cari Freight Shipping Co. Ltd.~~

202-010979 026

Caribbean Shipowners Association -
FMC Agreement No. 202-010979

1st Revised Page No. 15
Cancels Original Page No. 15

This Page Intentionally Left Blank.

RECEIVED

'96 NOV 21 AM 11:09

FEDERAL MARITIME
COMMISSION
OFFICE OF THE SECRETARY

Section 32 (Leeward/Windward Islands/~~Barbados~~ to/from Puerto Rico)

Crowley American Transport, Inc.

Interline Connection, NV

Tropical Shipping & Construction Co., Ltd.

Section 43 (Guyana and Suriname to/from Continental United States)

Bernuth Lines, Ltd.

Tecmarine Lines, Inc.

~~Blue Caribe Line, Ltd.~~

Seafreight Line, Ltd.

Cari Freight Shipping Co. Ltd.

IN WITNESS WHEREOF, the Members have executed these revisions to Article 3
and Article 5 as of the 18 Day of Nov 1996.

TROPICAL SHIPPING & CONSTRUCTION
CO., LTD.

By: Philip F. Busby
Philip F. Busby
Executive Director

TECMARINE LINES, INC.

By: Philip F. Busby
Philip F. Busby
Executive Director

BERNUTH LINE, LTD.

By: Philip F. Busby
Philip F. Busby
Executive Director

CROWLEY AMERICAN TRANSPORT, INC

By: Philip F. Busby
Philip F. Busby
Executive Director

INTERLINE CONNECTION, NV

By: Philip F. Busby
Philip F. Busby
Executive Director

NPR, INC.

By: Philip F. Busby
Philip F. Busby
Executive Director

SEABOARD MARINE, LTD.

By: Philip F. Busby
Philip F. Busby
Executive Director

BLUE CARIBE LINE, LTD.

By: Philip F. Busby
Philip F. Busby
Executive Director

SEAFREIGHT LINE, LTD.

By: Philip F. Busby
Philip F. Busby
Executive Director

COMPAGNIE GENERALE MARITIME

By: Philip F. Busby
Philip F. Busby
Executive Director

CARI FREIGHT SHIPPING CO. LTD.

By: Philip F. Busby
Philip F. Busby
Executive Director